

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:))
	)	Chapter 11
))
Wheel Pros, LLC,	)	Case No. 24-11939 (JTD)
))
Debtor.))
))
Tax I.D. No. 27-0745738))
))
In re:)	Chapter 11
))
Wheel Pros Intermediate, Inc.,)	Case No. 24-11962 (JTD)
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Debtor.))
))
Tax I.D. No. 82-4658464))
))
In re:)	Chapter 11
))
Wheel Pros, Inc.,)	Case No. 24-11965 (JTD)
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Debtor.))
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Tax I.D. No. 46-5409281))
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In re:)	Chapter 11
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WP NewCo Holdco, LLC,)	Case No. 24-11953 (JTD)
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Debtor.))
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Tax I.D. No. 93-3116319))
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In re:)	Chapter 11
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WP NewCo, LLC,)	Case No. 24-11959 (JTD)
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Debtor.))
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Tax I.D. No. 93-3132953))
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In re:)	Chapter 11
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TAP Automotive Holdings, LLC,)	Case No. 24-11960 (JTD)

Debtor.)	
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<u>Tax I.D. No. 27-1087305</u>)	
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In re:)	Chapter 11
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TAP Manufacturing, LLC,)	Case No. 24-11949 (JTD)
))	
Debtor.)	
))	
<u>Tax I.D. No. 27-1087240</u>)	
))	
In re:)	Chapter 11
))	
TAP Worldwide, LLC,	)	Case No. 24-11951 (JTD)
))	
Debtor.)	
))	
<u>Tax I.D. No. 27-1087170</u>)	
))	
In re:	)	Chapter 11
))	
Throtl Inc.,	)	Case No. 24-11940 (JTD)
))	
Debtor.)	
))	
<u>Tax I.D. No. 47-5250805</u>)	
))	
In re:	)	Chapter 11
))	
Hoonigan, LLC,	)	Case No. 24-11955 (JTD)
))	
Debtor.)	
))	
<u>Tax I.D. No. 36-4936694</u>)	
))	
In re:	)	Chapter 11
))	
Hoonigan Industries, LLC,	)	Case No. 24-11946 (JTD)
))	
Debtor.)	
))	
<u>Tax I.D. No. 27-1843096</u>)	
))	
In re:	)	Chapter 11

43 Racing, LLC,)	
	)	Case No. 24-11944 (JTD)
Debtor.)	
)	
<u>Tax I.D. No. 27-1608888</u>)	
)	
In re:	)	Chapter 11
)	
WPM Holdings, LLC,	)	Case No. 24-11961 (JTD)
)	
Debtor.)	
)	
<u>Tax I.D. No. 83-1438487</u>)	
)	
In re:	)	Chapter 11
)	
Mobile Hi-Tech Wheels, LLC,	)	Case No. 24-11963 (JTD)
)	
Debtor.)	
)	
<u>Tax I.D. No. 95-4057634</u>)	
)	
In re:	)	Chapter 11
)	
Just Wheels & Tires LLC,	)	Case No. 24-11954 (JTD)
)	
Debtor.)	
)	
<u>Tax I.D. No. 33-0477314</u>)	
)	
In re:	)	Chapter 11
)	
TRS Holdco, LLC,	)	Case No. 24-11943 (JTD)
)	
Debtor.)	
)	
<u>Tax I.D. No. 82-4479915</u>)	
)	
In re:	)	Chapter 11
)	
The Retrofit Source, LLC,	)	Case No. 24-11952 (JTD)
)	
Debtor.)	
)	
<u>Tax I.D. No. 27-4363408</u>)	

In re:	)	Chapter 11
Morimoto Lighting LLC,	)	Case No. 24-11957 (JTD)
Debtor.)	
Tax I.D. No. 46-5490462)	
In re:	)	Chapter 11
Defoor Products, LLC,	)	Case No. 24-11948 (JTD)
Debtor.)	
Tax I.D. No. 81-1814208)	
In re:	)	Chapter 11
MF Equipment, LLC,	)	Case No. 24-11958 (JTD)
Debtor.)	
Tax I.D. No. 82-4257230)	
In re:	)	Chapter 11
MF IP Holding, LLC,	)	Case No. 24-11942 (JTD)
Debtor.)	
Tax I.D. No. 82-4285722)	
In re:	)	Chapter 11
Teraflex, Inc.,	)	Case No. 24-11964 (JTD)
Debtor.)	
Tax I.D. No. 87-0272262)	
In re:	)	Chapter 11
Wheel Pros Parent II, Inc.,	)	Case No. 24-11947 (JTD)
Debtor.)	

<u>Tax I.D. No. 88-2721220</u>))
))
In re:)	Chapter 11
))
Wheel Pros Parent, Inc.,)	Case No. 24-11956 (JTD)
))
Debtor.))
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<u>Tax I.D. No. 88-2742096</u>))
))
In re:)	Chapter 11
))
Wheel Pros Intermediate Holdings, Inc.,)	Case No. 24-11945 (JTD)
))
Debtor.))
))
<u>Tax I.D. No. 82-2788877</u>))
))
In re:	)	Chapter 11
))
Wheel Pros Holdings, L.P.,	)	Case No. 24-11941 (JTD)
))
Debtor.))
))
<u>Tax I.D. No. 82-4654019</u>))
))
In re:	)	Chapter 11
))
American Racing Equipment, Inc.,	)	Case No. 24-11950 (JTD)
))
Debtor.))
	)	Docket Ref. No. 4
<u>Tax I.D. No. 800376527</u>))

**ORDER (I) DIRECTING JOINT ADMINISTRATION OF
CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)¹ of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”) (a) directing procedural consolidation and joint administration of the Debtors’ chapter 11 cases and (b) granting related

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and the United States District Court for the District of Delaware having jurisdiction over this matter pursuant to 28 U.S.C. § 1334, which was referred to this Court under 28 U.S.C. § 157 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. 24-11939.
3. The caption of the jointly administered cases shall read as follows:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	)	) Chapter 11
WHEEL PROS, LLC, <i>et al.</i> , ¹	)	) Case No. 24-11939 (JTD)
Debtors.	)	) (Jointly Administered)
))

¹ The last four digits of Debtor Wheel Pros, LLC's federal tax identification number are 5738. A complete list of each of the Debtors in these chapter 11 cases and each such Debtor's federal tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://cases.stretto.com/WheelPros>. The location of Debtor Wheel Pros, LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 5347 S Valentia Way, Suite 200, Greenwood Village, Colorado 80111.

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.

5. A docket entry, substantially similar to the following, shall be entered on the docket of each of the Debtors other than Debtor Wheel Pros, LLC to reflect the joint administration of these chapter 11 cases:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, directing joint administration for procedural purposes only of the chapter 11 cases of: Wheel Pros, LLC, Case No. 24-11939; Wheel Pros Intermediate, Inc., Case No 24-11962; Wheel Pros, Inc., Case No. 24-11965; WP NewCo Holdco, LLC, Case No. 24-11953; WP NewCo, LLC, Case No. 24-11959; TAP Automotive Holdings, LLC, Case No. 24-11960; TAP Manufacturing, LLC, Case No. 24-11949; TAP Worldwide, LLC, Case No. 24-11951; Throtl Inc., Case No. 24-11940; Hoonigan, LLC, Case No. 24-11955; Hoonigan Industries, LLC, Case No. 24-11946; 43 Racing, LLC., Case No. 24-11944; WPM Holdings, LLC, Case No. 24-11961; Mobile Hi-Tech Wheels, LLC, Case No. 24-11963; Just Wheels & Tires LLC, Case No. 24-11954; TRS Holdco, LLC, Case No. 24-11943; The Retrofit Source, LLC, Case No. 24-11952; Morimoto Lighting LLC, Case No. 24-11957; Defoor Products, LLC, Case No. 24-11948; MF Equipment, LLC, Case

No. 24-11958; MF IP Holding, LLC, Case No. 24-11942; Teraflex, Inc., Case No. 24-11964; Wheel Pros Parent II, Inc., Case No. 24-11947; Wheel Pros Parent, Inc., Case No. 24-11956; Wheel Pros Intermediate Holdings, Inc., Case No. 24-11945; Wheel Pros Holdings, L.P., Case No. 24-11941; and American Racing Equipment, Inc. Case No. 24-11950. The docket in Case No. 24-11939 should be consulted for all matters affecting this case.

6. The Debtors shall maintain, and the Clerk of the Court shall keep, one consolidated docket, one file, and one consolidated service list for these chapter 11 cases.

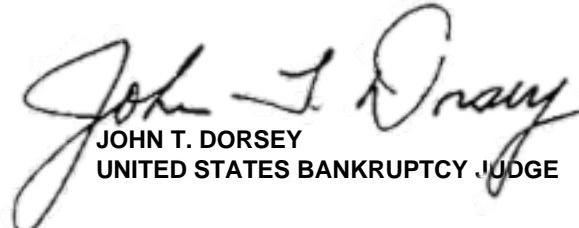
7. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

8. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion, and such notice satisfies the requirements of the Bankruptcy Rules and Local Rules.

9. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

10. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: September 10th, 2024
Wilmington, Delaware



JOHN T. DORSEY
UNITED STATES BANKRUPTCY JUDGE